

**EXHIBIT B TO ORRICK'S
SIXTH QUARTERLY:
MAY 1-31, 2007 MONTHLY
FEE APPLICATION**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|---------------------------------|---|---|
| In re: |) | |
| |) | Chapter 11 |
| |) | |
| W.R. GRACE & CO., <u>et al.</u> |) | Case No. 01-1139 (JKF) |
| |) | |
| Debtors. |) | Objection Deadline: August 29, 2007 at 4:00 p.m. |
| |) | Hearing: Schedule if Necessary (Negative Notice) |

**NOTICE OF FILING OF
SIXTEENTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Orrick, Herrington & Sutcliffe LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Sixteenth Monthly Application of Orrick, Herrington & Sutcliffe LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period May 1, 2007 through May 31, 2007, seeking payment of fees in the amount of \$258,336.00 (80% of \$322,920.00) and expenses in the amount of \$74,644.21, for a total amount of \$332,980.21 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **August 29, 2007 at 4:00 p.m., Eastern Time.**


At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 3050 K Street, NW, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: August 9, 2007

By: 
Roger Frankel, admitted *pro hac vice*
Richard H. Wyron, admitted *pro hac vice*
The Washington Harbour
3050 K Street, NW
Washington, DC 20007
(202) 339-8400
Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|---------------------------------|---|--|
| In re: |) | |
| |) | Chapter 11 |
| |) | |
| W.R. GRACE & CO., <u>et al.</u> |) | Case No. 01-1139 (JKF) |
| |) | |
| Debtors. |) | Objection Deadline: August 29, 2007 at 4:00p.m. |
| |) | Hearing: Schedule if Necessary (Negative Notice) |

COVER SHEET TO SIXTEENTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
MAY 1, 2007 THROUGH MAY 31, 2007

Name of Applicant: Orrick, Herrington & Sutcliffe LLP ("Orrick")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006

Period for which compensation is sought: May 1, 2007 through May 31, 2007

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$322,920.00

80% of fees to be paid: \$258,336.00¹

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 74,644.21

Total Fees @ 80% and 100% Expenses: \$332,980.21

This is an: _____ interim X monthly _____ final application.

¹ Pursuant to the Administrative Order, as amended, entered April 17, 2002, absent timely objections, the Debtors are authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 63.90 hours and the corresponding fees are \$14,218.00 and \$48.44 in expenses for Orrick's fee applications and 6.70 hours and \$1,072.50 in fees and \$390.39 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's Sixteenth interim fee application for the period May 1-31, 2007. Orrick has previously filed the following interim fee applications with the Court:

| <u>Interim Period</u> | <u>Fees @ 100%</u> | <u>Fees @ 80%</u> | <u>Expenses @ 100%</u> | <u>Total Fees @ 80% & 100% Expenses</u> |
|---|--------------------|-------------------|------------------------|---|
| First Interim Period February 6-28, 2006 | \$89,026.00 | \$71,220.80 | \$0.00 | \$71,220.80 |
| Second Interim Period March 1-31, 2006 | \$117,266.25 | \$93,813.00 | \$7,501.32 | \$101,314.32 |
| Third Interim Period April 1-30, 2006 | \$125,362.50 | \$100,290.00 | \$1,783.43 | \$102,073.43 |
| Fourth Interim Period May 1-31, 2006 | \$136,416.00 | \$109,132.80 | \$6,389.80 | \$115,522.60 |
| Fifth Interim Period June 1-30, 2006 | \$194,266.75 | \$155,413.40 | \$6,395.69 | \$161,809.09 |
| Sixth Interim Period July 1-31, 2006 | \$181,982.00 | \$145,585.60 | \$11,934.45 | \$157,520.05 |
| Seventh Interim Period August 1-31, 2006 | \$152,041.50 | \$121,633.20 | \$5,711.17 | \$127,344.37 |
| Eighth Interim Period Sept. 1-30, 2006 | \$223,996.25 | \$179,197.00 | \$8,006.50 | \$187,203.05 |
| Ninth Interim Period October 1-31, 2006 | \$225,845.00 | \$180,676.00 | \$24,528.57 | \$205,204.57 |
| Tenth Interim Period November 1-30, 2006 | \$387,429.00 | \$309,943.20 | \$31,267.21 | \$341,210.41 |
| Eleventh Interim Period December 1-31, 2006 | \$227,796.00 | \$182,236.80 | \$42,583.17 | \$224,819.97 |
| Twelfth Interim Period January 1-31, 2007 | \$379,956.25 | \$303,965.00 | \$14,046.26 | \$318,011.26 |
| Thirteenth Interim Period February 1-28, 2007 | \$384,551.00 | \$307,640.80 | \$17,183.12 | \$324,823.92 |
| Fourteenth Interim Period March 1-31, 2007 | \$347,570.75 | \$278,056.60 | \$26,494.40 | \$304,551.00 |
| Fifteenth Interim Period April 1-30, 2007 | \$319,286.00 | \$255,428.80 | \$50,662.51 | \$306,091.31 |

To date, Orrick has received payments from the Debtors in the following amounts:

- \$71,220.80 representing 80% of fees and 100% of expenses for February 2006
- \$101,314.32 representing 80% of fees and 100% of expenses for March 2006
- \$17,805.20 representing 20% of fees for February 2006
- \$23,453.25 representing 20% of fees for March 2006
- \$102,073.43 representing 80% of fees and 100% of expenses for April 2006
- \$115,522.60 representing 80% of fees and 100% of expenses for May 2006
- \$161,809.09 representing 80% of fees and 100% of most expenses for June 2006
- \$157,520.05 representing 80% of fees and 100% of expenses for July 2006
- \$127,344.37 representing 80% of fees and 100% of expenses for August 2006
- \$187,203.05 representing 80% of fees and 100% of expenses for September 2006
- \$91,209.05 representing 20% of fees for April, May and June 2006
- \$205,204.57 representing 80% of fees and 100% of expenses for October 2006

- \$566,030.38 representing 80% of fees and 100% of expenses for November and December 2006
- \$111,603.95 representing 20% of fees for July, August and September 2006
- \$642,835.18 representing 80% of fees and 100% of expenses for January and February 2007
- \$156,363.99 representing 20% of fees for October, November, and December 2006

COMPENSATION SUMMARY
MAY 1-31, 2007

| <u>Name of Professional Person</u> | <u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u> | <u>Hourly Billing Rate</u> | <u>Total Billed Hours</u> | <u>Total Fees</u> |
|---|---|---|--|--------------------------|
| John Ansbros | Partner, 3 years in position; 12 years relevant experience; 1995, Litigation | \$625 | 150.40 | \$88,375.00 ² |
| Roger Frankel | Partner, 24 years in position; 36 years relevant experience; 1971, Bankruptcy | \$770 | 45.50 | \$35,035.00 |
| Raymond G. Mullady, Jr. | Partner, 14 years in position; 24 years relevant experience; 1983, Litigation | \$695 | 64.30 | \$43,993.50 ³ |
| Garret G. Rasmussen | Partner, 25 years in position; 33 years relevant experience; 1974, Litigation | \$700 | 27.40 | \$19,180.00 |
| Richard H. Wyron | Partner, 18 years in position; 28 years relevant experience; 1979, Bankruptcy | \$700 | 25.70 | \$17,990.00 |
| | | | | |
| Joshua M. Cutler | Associate, 4 years in position; 4 years relevant experience; 2003, Litigation | \$430 | 14.00 | \$6,020.00 |
| Debra L. Felder | Associate, 5 years in position; 5 years relevant experience; 2002, Bankruptcy | \$465 | 115.10 | \$53,521.50 |

² This amount reflects a reduction of \$5,625.00 for the 50% discount of hourly rates for non-working travel.

³ This amount reflects a reduction of \$695.00 for the 50% discount of hourly rates for non-working travel.

| <u>Name of Professional Person</u> | <u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u> | <u>Hourly Billing Rate</u> | <u>Total Billed Hours</u> | <u>Total Fees</u> |
|------------------------------------|--|----------------------------|---------------------------|--------------------------|
| Annie L. Hermele | Associate, 3 years in position; 3 years relevant experience; 2004, Litigation | \$390 | 46.70 | \$18,213.00 |
| Emily S. Somers | Associate, .5 years in position; .5 years relevant experience; 2006, Litigation | \$270 | 7.20 | \$1,944.00 |
| Catharine L. Zurbrugg | Associate, 2 years in position; 2 years relevant experience; 2005, Litigation | \$355 | 56.80 | \$19,241.00 ⁴ |
| Rachael M. Barainca | Legal Assistant | \$150 | 49.80 | \$7,470.00 |
| James Cangialosi | Legal Assistant | \$235 | 10.50 | \$2,467.50 |
| Debra O. Fullem | Bankruptcy Research Specialist | \$225 | 40.70 | \$9,157.50 |
| Timothy J. Hoyer | Litigation Support | \$195 | 1.60 | \$312.00 |
| Total | | | 655.70 | \$322,920.00 |
| Blended Rate: \$492.50 | | | | |

COMPENSATION BY PROJECT CATEGORY
MAY 1-31, 2007

| <u>Project Category</u> | <u>Total Hours</u> | <u>Total Fees</u> |
|--------------------------------------|--------------------|---------------------|
| Case Administration | 9.80 | \$1,560.00 |
| Litigation | 543.90 | \$296,719.00 |
| Retention of Professionals-Orrick | 6.20 | \$2,107.50 |
| Compensation of Professionals-Other | 6.70 | \$1,072.50 |
| Compensation of Professionals-Orrick | 63.90 | \$14,218.00 |
| Non-Working Travel | 25.20 | \$7,243.00 |
| TOTAL | 655.70 | \$322,920.00 |

⁴ This amount reflects a reduction of \$923.00 for the 50% discount of hourly rates for non-working travel.

EXPENSE SUMMARY⁵
MAY 1-31, 2007

| <u>Expense Category</u> | <u>Total</u> |
|--------------------------------|---------------------|
| Court Call | \$2,636.50 |
| D&B Research | \$115.81 |
| Document Technologies, Inc. | \$2,769.74 |
| Deposition Transcripts | \$2,520.30 |
| Duplicating | \$1,941.20 |
| Experts | \$50,682.65 |
| Facsimile | \$21.00 |
| Jane Reporting Inc. | \$262.00 |
| Litigation Support | \$203.00 |
| Meals | \$952.40 |
| Pacer | \$1,898.56 |
| Parking | \$40.00 |
| Postage/Express Delivery | \$1,844.52 |
| Secretarial Overtime | \$304.60 |
| Telephone | \$38.79 |
| Tolls | \$21.00 |
| Travel - Air Fare/Train | \$5,941.33 |
| Travel - Taxi | \$752.81 |
| Westlaw and Lexis Research | \$1,698.00 |
| TOTAL | \$74,644.21 |

Orrick's Client Charges and Disbursements Policy effective January 1, 2007, is as follows:

- a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.
- b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.75 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.
- c. ***Messenger and Courier Service*** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances

⁵ Please note that the receipts for expense items will be attached to Orrick's quarterly fee application for the period April 1, 2007 through June 30, 2007.

(i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

d. **Overtime** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: August 9, 2007

By: _____

Roger Frankel, admitted *pro hac vice*

Richard H. Wyron, admitted *pro hac vice*

The Washington Harbour

3050 K Street, NW

Washington, DC 20007

(202) 339-8400

Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|---------------------------------|---|------------------------|
| In re: |) | Chapter 11 |
| W.R. GRACE & CO., <u>et al.</u> |) | Case No. 01-1139 (JKF) |
| Debtors. |) | |

VERIFICATION

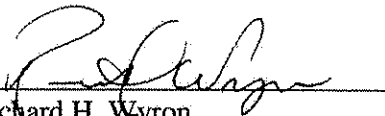
DISTRICT OF COLUMBIA, TO WIT:

Richard H. Wyron, after being duly sworn according to law, deposes and says:

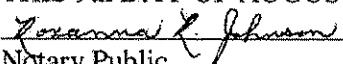
1. I am a partner of the applicant law firm Orrick, Herrington & Sutcliffe LLP ("Orrick") and have been admitted *pro hac vice* to appear in these cases.

2. I have personally performed many of the legal services rendered by Orrick as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Orrick as set forth in the invoices attached as Exhibit A¹ to Orrick's monthly interim application.

3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.


Richard H. Wyron

SWORN AND SUBSCRIBED TO BEFORE ME
THIS 9th DAY OF AUGUST, 2007


Notary Public

My commission expires: 03-14-09

¹ Certain portions of the time entries in the attached Exhibit A have been redacted as they contain confidential information.

EXHIBIT A



ORRICK, HERRINGTON & SUTCLIFFE LLP
WASHINGTON HARBOUR
3050 K STREET, NW
WASHINGTON, DC 20007-5135
tel 202-339-8400
fax 202-339-8500
WWW.ORRICK.COM

David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

June 28, 2007
Client No. 17367
Invoice No. 1075077

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through May 31, 2007 in connection with
the matters described on the attached pages:

\$ 322,920.00

DISBURSEMENTS as per attached pages:

74,644.21

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 397,564.21

Matter(s): 17367/11, 12, 13, 15, 2, 8

DUE UPON RECEIPT

*Do Not Pay - For
Informational Purposes Only
(Subject to Court Approval)*

The following is for information only:

Previous Balance not included in this invoice:

\$743,976.15

If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,
please reference your **INVOICE** and **CLIENT** numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

*Orrick, Herrington & Sutcliffe LLP
4253 Collections Center Drive
Chicago, IL 60693
Reference: 17367/ Invoice: 1075077
E.I.N. 94-2952627
Overnight deliveries: (312) 974-1642*

ELECTRONIC FUNDS

TRANSFERS:

Wire Transfers Only:

*ABA Number 0260-0959-3
Bank of America
100 West 33rd Street, NY, NY 10001
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1075077
E.I.N. 94-2952627*

ELECTRONIC FUNDS

TRANSFERS:

ACH Transfers Only:

*ABA Number 121-000358
Bank of America
San Francisco Main Branch
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1075077
E.I.N. 94-2952627*



O R R I C K

David Austern, Futures Claims Representative for
 W.R. Grace & Co.
 c/o Claims Resolution Management Corp.
 3110 Fairview Park Drive, Suite 200
 Falls Church, VA 22042

June 28, 2007
 Client No. 17367
 Invoice No. 1075077

Orrick Contact: Roger Frankel

For Legal Services Rendered Through May 31, 2007 in Connection With:

Matter: 2 - Case Administration

| | | | |
|----------|-------------|--|------|
| 05/01/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/02/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/03/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/03/07 | R. Barainca | Update case calendar. | 1.00 |
| 05/03/07 | D. Fullem | Review calendar of deadlines and hearings. | 0.50 |
| 05/04/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/04/07 | R. Barainca | Update case calendar. | 0.50 |
| 05/07/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/08/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/10/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/10/07 | R. Barainca | Update case calendar. | 1.00 |
| 05/10/07 | D. Fullem | Prepare e-mail to J. O'Neill regarding updating of Grace service list. | 0.20 |
| 05/11/07 | D. Fullem | Review e-mail from R. Wyron and D. Felder regarding follow up with Pachulski Stang to update Orrick contact information; prepare e-mail to J. O'Neill at Pachulski regarding same. | 0.20 |
| 05/11/07 | D. Fullem | Review docket update. | 0.10 |
| 05/14/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/15/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/16/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/17/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/17/07 | R. Barainca | Update case calendar. | 0.90 |
| 05/18/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/18/07 | R. Barainca | Update case calendar. | 0.30 |
| 05/21/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.50 |
| 05/21/07 | R. Barainca | Update case calendar. | 0.70 |
| 05/22/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/23/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/23/07 | R. Barainca | Update case calendar. | 0.40 |
| 05/24/07 | R. Barainca | Review Court docket; download documents and distribute. | 0.20 |
| 05/24/07 | R. Barainca | Update case calendar. | 0.30 |



O R R I C K

David Austern, Futures Claims Representative for W.R. Grace & Co. -
 17367
 page 2

June 28, 2007
 Invoice No. 1075077

05/29/07 D. Fullem Review docket update. 0.20

Total Hours 9.80
 Total For Services \$1,560.00

| <u>Timekeeper Summary</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|---------------------------|--------------|-------------|---------------|
| Rachael Barainca | 8.60 | 150.00 | 1,290.00 |
| Debra O. Fullem | 1.20 | 225.00 | 270.00 |
| Total All Timekeepers | 9.80 | \$159.18 | \$1,560.00 |

Disbursements

| | | |
|----------------------------|----------|------------|
| Duplicating Expense | 33.75 | |
| Outside Services | 1,824.08 | |
| Postage | 1.74 | |
| Secretarial/Staff Overtime | 55.38 | |
| Total Disbursements | | \$1,914.95 |

Total For This Matter \$3,474.95



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 3

June 28, 2007
Invoice No. 1075077

For Legal Services Rendered Through May 31, 2007 in Connection With:

Matter: 8 - Litigation

| | | | |
|----------|-----------------|---|------|
| 05/01/07 | T. Hoye | Attend orientation meeting for case database; discuss related case management issues with J. Cangialosi as necessary. | 0.80 |
| 05/01/07 | J. Cangialosi | Assist attorney re preparation for upcoming hearing (.5); litigation database meeting (1.0). | 1.50 |
| 05/01/07 | C. Zurbrugg | Review documents from Grace production and organize into case database. | 5.00 |
| 05/01/07 | A. Hermele | Review Grace discovery documents by issue for case database. | 7.40 |
| 05/01/07 | J. Cutler | Obtain electronic transcripts from court reporter (.4); continue review and analysis of deposition and exhibits for case database (2.5). | 2.90 |
| 05/01/07 | D. Felder | E-mail correspondence with C. Hartman and J. Ansbro regarding G. Farrar deposition and finalize notice regarding same (1.0); e-mail correspondence with M. Kramer regarding PI estimation (.3); review Grace's objection to Libby Claimants' interrogatory (.1); telephone conference with R. Wyron, G. Rasmussen and R. Mullady regarding expert issues (.1); review recently filed pleadings (1.5). | 3.00 |
| 05/01/07 | J. Ansbro | Prepare for 5/2 Omnibus Hearing and argument on motion to compel pre-petition reserves, including teleconference with R. Mullady and preparation during travel from New York City to Pittsburgh (4.7); e-mails to/from J. Wehner regarding upcoming depositions (.3); e-mails to/from R. Mullady and team members regarding review of Sealed Air depositions and exhibits (.4); review slides for use at 5-2 Hearing, e-mails to ACC counsel regarding same (.4); e-mails to/from R. Mullady regarding Grace objections to BMC deposition (.3). | 6.10 |
| 05/01/07 | R. Mullady, Jr. | Review transcript of Rourke deposition in Sealed Air (.8); review transcript of F. Zaremby deposition (1.0); discuss strategy for estimation hearing with counsel for the ACC and Orrick estimation team (.3); review e-mails from N. Finch regarding strategy for 5/2 hearing (.2); discussions with J. Ansbro regarding BMC discovery (.2); conference call with R. Wyron and G. Rasmussen regarding J. Radecki report (.3). | 2.80 |



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| 05/01/07 | G. Rasmussen | Call to V. Roggli regarding his report. | 0.10 |
| 05/01/07 | G. Rasmussen | Preparation for and conference with R. Wyron regarding J. Radecki's report. | 0.50 |
| 05/01/07 | R. Wyron | Call with Orrick team on expert analysis on discount rates, and follow-up notes (.3); call to J. Radecki (.1); review e-mails re J. Biggs report and follow-up (.3). | 0.70 |
| 05/01/07 | R. Frankel | Review Grace Response to Emergency Motion (.5); review issues in connection with hearing (.3). | 0.80 |
| 05/01/07 | R. Frankel | Review omnibus hearing agenda. | 0.40 |
| 05/02/07 | C. Zurbrugg | Review documents from Grace production and organize for case database. | 5.90 |
| 05/02/07 | A. Hermele | Complete issue review of Grace discovery documents into case database (5.0); review same to confirm documents are linked to case database (.4). | 5.40 |
| 05/02/07 | J. Cutler | Continue review and analysis of deposition and exhibits for case database. | 4.40 |
| 05/02/07 | D. Felder | Review recently filed pleadings (.5); telephonic participation in omnibus hearing (4.0); telephone conference with J. Ansbro regarding same (.3); e-mail correspondence to litigation team regarding same (.1). | 4.90 |
| 05/02/07 | J. Ansbro | Further preparation for Omnibus Hearing and argument on motion to compel pre-petition reserves (5.0); attend and participate on hearing, discussions with ACC counsel (4.3); telephone conference with D. Felder regarding hearing developments and discovery tasks, e-mails regarding same (.4); review draft expert reports during return travel from Pittsburgh to New York City (2.0). | 11.70 |
| 05/02/07 | R. Mullady, Jr. | Discussions with J. Ansbro regarding 5/2 omnibus hearing strategy (.3); e-mails to/from N. Finch and W. Slocumbe (.3). | 0.60 |
| 05/02/07 | G. Rasmussen | Analysis of Petersen's draft report. | 0.50 |
| 05/02/07 | R. Frankel | Review revised agenda in preparation for omnibus hearing. | 0.30 |
| 05/02/07 | R. Frankel | Attend omnibus hearing by telephone. | 4.30 |
| 05/03/07 | T. Hoye | Research issues on case database re assigning certain facts to a specific documents for C. Zurbrugg. | 0.30 |
| 05/03/07 | J. Cangialosi | Assist attorney re preparation of work copies of draft analysis from Towers Perrin. | 0.50 |
| 05/03/07 | E. Somers | Meeting with J. Cutler regarding Hughes and Beber transcripts. | 0.80 |
| 05/03/07 | E. Somers | Confer with J. Ansbro regarding review of Hughes and Beber deposition transcripts. | 0.10 |
| 05/03/07 | C. Zurbrugg | Review documents from Grace production by issue and for case database. | 4.20 |



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| 05/03/07 | J. Cutler | Meeting with E. Somers to discuss analysis of Beber and Hughes transcripts (.8); continue review and analysis of deposition and exhibits for case database (2.2). | 3.00 |
| 05/03/07 | D. Felder | Review notes from May 2 omnibus hearing and telephone conference with J. Ansbro regarding same (1.0); review third party discovery and e-mails to R. Mullady and J. Ansbro regarding same (2.3); review data from Tillinghast regarding expert issues (1.0); telephone conference with J. Ansbro regarding strategy (.3); review draft report from J. Biggs (3.0). | 7.60 |
| 05/03/07 | J. Ansbro | Telephone conference with D. Felder regarding 5/2 hearing and follow-up tasks (.5); telephone conference and e-mails to/from R. Mullady regarding expert issues and J. Biggs' draft report and 5/2 hearing (1.0); telephone conference with E. Somers regarding review of select exhibits and depositions for database inclusion (.3); telephone conference with B. Gillespie regarding expert case analysis (.4); e-mails to/from ACC counsel regarding expert issues (.4); prepare for 5/8 argument in opposition to Grace request to adjourn expert and trial schedule, e-mails to/from D. Felder and ACC counsel regarding same (.8); review J. Biggs' revised draft expert report (1.3); review select portions of Zaremby deposition transcript (.4). | 5.10 |
| 05/03/07 | R. Mullady, Jr. | Telephone conversations and e-mails to estimation team regarding discovery and expert strategy, and J. Biggs report. | 1.20 |
| 05/03/07 | G. Rasmussen | Comparison of J. Biggs' conclusions with Peterson's. | 1.30 |
| 05/03/07 | G. Rasmussen | Review of J. Biggs' draft report. | 1.50 |
| 05/03/07 | R. Wyron | Review draft J. Biggs' report. | 1.90 |
| 05/03/07 | R. Frankel | E-mails re draft estimation report (.3); review summary letter re changes (.5). | 0.80 |
| 05/04/07 | T. Hoye | Meet with C. Zurbrugg to discuss issue and fact analysis for case database. | 0.30 |
| 05/04/07 | C. Zurbrugg | Confer with J. Ansbro re J. Biggs draft report (.5); review same (.8); review Grace production documents (1.1). | 2.40 |
| 05/04/07 | J. Cutler | Began review and analysis of non-estimation expert reports and exhibits for case database. | 3.40 |



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| 05/04/07 | D. Felder | Continue reviewing J. Biggs' draft report (3.0); telephone conference with J. Ansbro and N. Finch regarding strategy (.5); review Debtors' interrogatories regarding consulting expert issue (.3); review comments regarding J. Biggs' draft report (.1); e-mail correspondence with R. Mullady, J. Ansbro and N. Finch regarding strategy (.3); conference with D. Austern, R. Frankel, R. Wyron and litigation team regarding estimation issues (3.0); follow-up regarding same (3.5). | 10.70 |
| 05/04/07 | J. Ansbro | E-mails to/from R. Mullady regarding Grace scheduling proposal and expert issues (.4); continue review of revised draft expert report of J. Biggs (2.0); prepare and telephone conference with N. Finch regarding 5/8 hearing (.5); confer with C. Zurbrugg regarding document review and analysis (.3); prepare for and participate (via telephone) in meeting with D. Austern and DC team (3.5); draft e-mail to R. Mullady summarizing issues raised at Austern meeting, and various e-mails to/from Mullady following up on same (1.0); prepare for 5/8 hearing (1.0). | 8.70 |
| 05/04/07 | R. Mullady, Jr. | Discussions regarding discovery and trial schedule for estimation (.4); forward J. Biggs report to ACC counsel and prospective expert (.2); review draft J. Biggs report and discuss with estimation team (3.6). | 4.20 |
| 05/04/07 | G. Rasmussen | Analysis of J. Biggs' draft report. | 4.30 |
| 05/04/07 | G. Rasmussen | Meet with D. Austern to discuss J. Biggs' draft report. | 1.50 |
| 05/04/07 | R. Wyron | Review J. Biggs report with OHS team and D. Austern and follow-up (2.3); call to J. Radecki on discount rate issues and follow-up (.4). | 2.70 |
| 05/04/07 | R. Frankel | Review, prepare notes re J. Biggs draft estimation report. | 4.60 |
| 05/04/07 | R. Frankel | Confer with D. Austern, R. Wyron, G. Rasmussen, J. Ansbro re J. Biggs draft report (2.0); notes re same (.3). | 2.30 |
| 05/05/07 | R. Wyron | Review and organize notes on J. Biggs' report for 5/7 meeting. | 0.80 |
| 05/06/07 | D. Felder | Review recently filed pleadings (.9); telephone conferences with J. Ansbro regarding preparation for 5/8 hearing (.8); prepare materials for 5/8 hearing (2.2). | 3.90 |
| 05/06/07 | J. Ansbro | Prepare for 5/8 continued Omnibus Hearing, including prepare potential demonstrative exhibits for opposition to Grace request to adjourn case schedule, telephone conferences with D. Felder regarding same (3.0); e-mails to/from R. Mullady regarding same (.3); review and respond to G. Rasmussen's analysis of J. Biggs' revised estimation expert report (.7). | 4.00 |



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| 05/06/07 | G. Rasmussen | Analysis of J. Biggs' draft and comparison of analysis to Peterson's. | 6.20 |
| 05/06/07 | R. Wyron | Review comments on J. Biggs' report. | 0.80 |
| 05/07/07 | D. Felder | Review M. Peterson's draft report (1.5); forward materials regarding Rust database to experts (.1); conference with Tillinghast team, R. Frankel, R. Wyron and litigation team regarding estimation expert report (6.0); telephone conference with B. Harding, N. Finch and J. Ansbro regarding PI CMO (.4); follow-up e-mail regarding same (.1). | 8.10 |
| 05/07/07 | J. Ansbro | E-mails to/from R. Mullady regarding draft demonstrative exhibits for 5/8 continued Omnibus hearing (.3); prepare for meeting with Tillinghast team for analysis of revised draft expert report, discussions with G. Rasmussen regarding same (1.6); attend and participate at meeting with Tillinghast team regarding revised estimation expert report (4.5); follow-up discussions with R. Wyron regarding same (.5); prepare for 5/8 continued Omnibus Hearing, including review of transcript of 5/2 Omnibus Hearing, outline argument opposing Grace motion to adjourn expert discovery deadlines (2.0); discussions with ACC counsel regarding same (.5). | 9.40 |
| 05/07/07 | R. Mullady, Jr. | Prepare for 5/8 hearing, including outlining of arguments and discussions with J. Ansbro. | 2.00 |
| 05/07/07 | G. Rasmussen | Meeting with J. Biggs and Tillinghast team to review draft report. | 5.80 |
| 05/07/07 | R. Wyron | Review notes to prepare for meeting with Tillinghast (.6); review outline from G. Rasmussen (.3); attend Tillinghast meeting on estimation issues, and follow-up (4.9); confer with J. Ansbro and R. Frankel on strategy for 5/8 hearing, and follow-up (.3); call with J. Radecki on expert report and follow-up (.4). | 6.50 |
| 05/07/07 | R. Frankel | Review e-mails in preparation for meeting with J. Biggs, et al. (.5); review draft report (1.1). | 1.60 |
| 05/07/07 | R. Frankel | Confer with J. Biggs, E. Stallard, J. Ansbro, G. Rasmussen re J. Biggs' draft report. | 3.80 |
| 05/07/07 | R. Frankel | Confer with R. Wyron, J. Ansbro re report estimation timeline. | 0.40 |
| 05/08/07 | E. Somers | Review part of Beber 2007 Deposition Transcript and organize relevant facts for case database. | 2.00 |
| 05/08/07 | J. Cutler | Meet with E. Somers to assist with issue analysis for case database. | 0.10 |



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| 05/08/07 | D. Felder | Review agenda for 5/8 hearing and Debtors' hearing exhibits (.2); telephonic participation in hearing (6.5); telephone conferences with G. Rasmussen, V. Roggli and B. Gillespie regarding estimation issues (.2); e-mails to experts regarding same (.2); telephone conference with M. Kramer regarding status (.3). | 7.40 |
| 05/08/07 | J. Ansbro | Further preparation for Omnibus hearing (1.5); attend and participate at continued Omnibus Hearing before Judge Fitzgerald, discussions with ACC counsel regarding case strategy and arguments (7.3); e-mails to/from D. Felder regarding developments at hearing (.3); further review and proposed revisions of draft expert report of J. Biggs (.7). | 9.80 |
| 05/08/07 | R. Mullady, Jr. | Confer with J. Ansbro and D. Felder during motions hearing (.5); e-mails to/from retained experts (.5). | 1.00 |
| 05/08/07 | G. Rasmussen | Conference with V. Roggli about his report. | 0.20 |
| 05/08/07 | R. Wyron | Participate (telephonically) in portions of omnibus hearing (2.1); review e-mails regarding hearing results and respond (.3). | 2.40 |
| 05/08/07 | R. Frankel | Review slides in preparation for hearing on motion to compel (slides from FCR and Grace); notes re same. | 0.80 |
| 05/08/07 | R. Frankel | Attend hearing by telephone re motion to compel, estimation timing. | 4.70 |
| 05/08/07 | R. Frankel | Review J. Radecki draft expert report; notes re same. | 0.60 |
| 05/09/07 | D. Felder | Review e-mail correspondence from B. Harding, N. Finch, R. Mullady and J. Ansbro regarding update (.5); telephonic participation in PD hearing regarding Speights & Runyan's claims (.8); review e-mail correspondence regarding deposition scheduling (.5); review e-mails from B. Gillespie regarding estimation issues (.6). | 2.40 |
| 05/09/07 | J. Ansbro | Draft report to R. Mullady regarding 5/8 hearing (1.4); telephone conference with D. Felder regarding 5/8 hearing and competing interrogatories (.3); e-mails to/from Grace counsel and ACC counsel regarding discovery (.4); review materials from Tillinghast regarding case analysis, e-mails to/from B. Gillespie regarding same (.7); prepare for 5/8 continued Omnibus Hearing (.7). | 3.50 |
| 05/09/07 | R. Mullady, Jr. | Review report from J. Ansbro on 5/8 hearing and discuss strategy going forward (.5); e-mails to/from B. Harding, D. Mendelson and N. Finch regarding discovery matters (.5). | 1.00 |
| 05/09/07 | R. Wyron | Call with J. Radecki regarding expert reports and follow-up. | 0.30 |
| 05/09/07 | R. Frankel | Review series of e-mails re hearing on estimation discovery. | 0.60 |
| 05/10/07 | C. Zurbrugg | Review documents for issues and facts for case database. | 4.80 |
| 05/10/07 | D. Felder | Telephone conference with D. Austern regarding update. | 0.10 |



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| 05/10/07 | J. Ansbro | Attention to order of proof outline and related team assignments (1.5); e-mail to R. Mullady regarding same and other court strategy issues (.4); meet with litigation support manager, J. Mora, regarding case issue organization database, e-mails to/from outside litigation consultant regarding same (.4); review draft report of potential testifying expert (1.0); review record, and conduct issue analysis, from Grace's arbitration against its insurers regarding asbestos coverage (2.2). | 5.50 |
| 05/10/07 | R. Mullady, Jr. | Review status of discovery and motion practice and related e-mails. | 0.50 |
| 05/11/07 | D. Felder | Review recently filed pleadings on estimation issues. | 1.00 |
| 05/11/07 | J. Ansbro | Conference with colleagues regarding case analysis and strategy (.6); prepare for and telephone conference with ACC counsel, J. Wehner, regarding upcoming fact and expert depositions (.6); review pertinent recent articles regarding estimation proceedings, Grace's strategy (1.3); further review of draft report of potential testifying expert (1.0); attention to filing FCR's exhibits from 5/8 hearing, e-mails to/from D. Felder (.3); e-mails with team members and Grace counsel regarding Farrar deposition (.2); review transcript of 5/2 Omnibus Hearing (.8); various e-mails to/from R. Mullady and ACC counsel regarding case schedule and strategy (.4); attention to proof/trial outline (.6). | 5.80 |
| 05/11/07 | R. Mullady, Jr. | E-mails to/from N. Finch, B. Harding and J. Ansbro regarding discovery matters and scheduling. | 0.80 |
| 05/11/07 | R. Frankel | Review series of e-mails re strategy in connection with estimation trial. | 0.40 |
| 05/13/07 | J. Ansbro | Review and respond to R. Mullady queries regarding various case strategy, expert and discovery issues (1.6); further review select portions of transcript of 5-2-07 Omnibus Hearing in connection with same (.4). | 2.00 |
| 05/13/07 | R. Mullady, Jr. | E-mails to/from J. Ansbro regarding discovery and strategy. | 1.00 |
| 05/14/07 | J. Cangialosi | Assist attorney re preparation of work copies of hearing transcripts. | 0.50 |